

Marathon Patent Group, Inc.
Form SC 13G/A
October 24, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Information to be Included in Statements Filed

Pursuant to Rules 13d-1(b), (c) and (d) and Amendments

Thereof Filed Pursuant to Rule 13d-2(b)

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Marathon Patent Group, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

56585W104

(CUSIP Number)

October 17, 2013

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 11 pages

CUSIP NO. 56585W104 13G Page 2 of 11 Pages

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1
TechDev Holdings, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Texas

5 SOLE VOTING POWER

NUMBER OF SHARES

BENEFICIALLY

SHARED VOTING POWER

6461,539

OWNED BY

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

PERSON WITH

SHARED DISPOSITIVE POWER

8461,539

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 461,539

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.8%⁽¹⁾

TYPE OF REPORTING PERSON*

1200

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

(1) Based on 5,913,601 shares of Common Stock reported by the Issuer to be outstanding as of September 25, 2013, as reported in its Final Prospectus filed pursuant to Rule 424(b)(4) filed with the Securities and Exchange Commission on September 25, 2013.

Page 2 of 11 pages

CUSIP NO. 56585W104 13G Page 3 of 11 Pages

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1
Acclaim Financial Group, LLC

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Texas

5 SOLE VOTING POWER

NUMBER OF SHARES

BENEFICIALLY

SHARED VOTING POWER

6461,539

OWNED BY

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

PERSON WITH

SHARED DISPOSITIVE POWER

8461,539

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 461,539⁽¹⁾

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.8%⁽²⁾

TYPE OF REPORTING PERSON*

1200

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

(1) Represents shares owned by TechDev Holdings, LLC, of which Acclaim Financial Group is the sole member.

(2) Based on 5,913,601 shares of Common Stock reported by the Issuer to be outstanding as of September 25, 2013, as reported in its Final Prospectus filed pursuant to Rule 424(b)(4) filed with the Securities and Exchange Commission on September 25, 2013.

Page 3 of 11 pages

CUSIP NO. 56585W104 13G Page 4 of 11 Pages

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1
Erich Spangenberg

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 United States of America

5 SOLE VOTING POWER

NUMBER OF SHARES

BENEFICIALLY

SHARED VOTING POWER

6813,463

OWNED BY

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

PERSON WITH

SHARED DISPOSITIVE POWER

8813,463

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 813,463⁽¹⁾

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

13.76%⁽²⁾

TYPE OF REPORTING PERSON*

12IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

(1) Includes (a) 153,847 shares of Common Stock owned directly by Mr. Spangenberg and shares beneficially owned by Audrey Spangenberg (including the shares owned by TechDev), Mr. Spangenberg's spouse; (b) 150,000 shares held directly by TT IP, LLC of which Erich Spangenberg is the beneficial owner; and (c) 48,077 shares held directly by IPNav Capital, of which Erich Spangenberg is the beneficial owner.

(2) Based on 5,913,601 shares of Common Stock reported by the Issuer to be outstanding as of September 25, 2013, as reported in its Final Prospectus filed pursuant to Rule 424(b)(4) filed with the Securities and Exchange Commission on September 25, 2013.

Page 4 of 11 pages

CUSIP NO. 56585W104 13G Page 5 of 11 Pages

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

1
Audrey Spangenberg

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2 (a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4 United States of America

5 SOLE VOTING POWER

NUMBER OF SHARES

BENEFICIALLY

SHARED VOTING POWER

6813,463

OWNED BY

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

PERSON WITH

SHARED DISPOSITIVE POWER

8813,463

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 813,463⁽¹⁾

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

13.76%⁽²⁾

TYPE OF REPORTING PERSON*

12IN

***SEE INSTRUCTIONS BEFORE FILLING OUT!**

(1) Includes (a) 153,847 shares of Common Stock owned directly by Mr. Spangenberg and shares beneficially owned by Audrey Spangenberg (including the shares owned by TechDev); (b) 150,000 shares held directly by TT IP, LLC of which Erich Spangenberg is the beneficial owner; and (c) 48,077 shares held directly by IPNav Capital, of which Erich Spangenberg is the beneficial owner. Erich Spangenberg is the husband of Audrey Spangenberg.

(2) Based on 5,913,601 shares of Common Stock reported by the Issuer to be outstanding as of September 25, 2013, as reported in its Final Prospectus filed pursuant to Rule 424(b)(4) filed with the Securities and Exchange Commission on September 25, 2013.

Page 5 of 11 pages

Item 1(a). Name of Issuer:

Marathon Patent Group, Inc. (the "Issuer")

Item 1(b). Address of Issuer's Principal Executive Offices:

2331 Mill Road

Suite 100

Alexandria, VA 22314

Item 2(a). Name of Person Filing:

TechDev Holdings, LLC,

Acclaim Financial Group, LLC,

Erich Spangenberg and

Audrey Spangenberg

(together, the "Reporting Persons")

Item 2(b). Address of Principal Business Office or, if None, Residence:

TechDev Holdings, LLC

11700 Preston Road, Suite 660-207

Dallas, TX 75201

Acclaim Financial group, LLC

11700 Preston Road, Suite 660-207

Dallas, TX 75201

Erich Spangenberg
2515 McKinney Avenue

Suite 1000
Dallas, TX 75201

Audrey Spangenberg
2515 McKinney Avenue,
Suite 1000-B
Dallas, TX 75201

Item 2(c). Citizenship:

TechDev Holdings, LLC - Texas

Acclaim Financial Group, LLC - Texas

Erich Spangenberg- USA

Audrey Spangenberg, - USA

Page 6 of 11 pages

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

56585W104

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:

- (a) "Broker or dealer registered under Section 15 of the Exchange Act.
- (b) "Bank as defined in Section 3(a)(6) of the Exchange Act.
- (c) "Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) "Investment company registered under Section 8 of the Investment Company Act.
- (e) "An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) "An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) "A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) "A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) "A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
- (j) "Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4. Ownership

(a) Amount beneficially owned:

TechDev Holdings, LLC – 461,539 (1)

Acclaim Financial Group, LLC - 461,539 (1)

Erich Spangenberg – 813,463 (2)

Audrey Spangenberg – 813,463 (3)

Represents shares held directly by TechDev Holdings, LLC (f/k/a Plutus IP, LLC) ("TechDev"). Acclaim Financial Group, LLC ("AFG") is the sole member of TechDev. Accordingly, AFG may be deemed to beneficially own all of (1) the shares that are owned by TechDev. Audrey Spangenberg is the sole managing member of AFG, and accordingly may be deemed to beneficially own all of the shares that are owned by TechDev. Ms. Spangenberg disclaims beneficial ownership of these securities.

Includes (a) 153,847 shares of Common Stock owned directly by Mr. Spangenberg and shares beneficially owned by Audrey Spangenberg (including the shares owned by TechDev); (b) 150,000 shares held directly by TT IP, LLC (2) of which Erich Spangenberg is the beneficial owner; and (c) 48,077 shares held directly by IPNav Capital, of which Erich Spangenberg is the beneficial owner. Erich Spangenberg is the husband of Audrey Spangenberg. Mr. Spangenberg disclaims beneficial ownership of these securities.

Includes the shares owned by TechDev as described in Note 1 and also the shares beneficially owned by Erich (3) Spangenberg as described in Note 2, the spouse of Audrey Spangenberg. Ms. Spangenberg disclaims beneficial ownership of these securities.

(b) Percent of class:

TechDev Holdings, LLC – 7.8%

Acclaim Financial Group, LLC - 7.8%

Erich Spangenberg – 13.76%

Audrey Spangenberg – 13.76%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

TechDev Holdings, LLC - 0

Acclaim Financial Group, LLC - 0

Erich Spangenberg – 0

Audrey Spangenberg - 0

(ii) shared power to vote or to direct the vote:

TechDev Holdings, LLC – 461,539

Acclaim Financial Group, LLC - 461,539

Erich Spangenberg – 813,463

Audrey Spangenberg – 813,463

(iii) sole power to dispose or to direct the disposition of:

TechDev Holdings, LLC - 0

Acclaim Financial Group, LLC - 0

Erich Spangenberg – 0

Audrey Spangenberg - 0

Page 8 of 11 pages

(iv) shared power to dispose or to direct the disposition of:

TechDev Holdings, LLC – 461,539

Acclaim Financial Group, LLC - 461,539

Erich Spangenberg – 813,463

Audrey Spangenberg – 813,463

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

N/A

Item 8. Identification and Classification of Members of the Group

See Exhibit A attached hereto.

Item 9. Notice of Dissolution of Group

N/A

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

Page 9 of 11 pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: October 24, 2013 TECHDEV HOLDINGS, LLC

/s/ Audrey Spangenberg
Name: Audrey Spangenberg
Title: Manager

Date: October 24, 2013 ACCLAIM FINANCIAL GROUP, LLC

/s/ Audrey Spangenberg
Name: Audrey Spangenberg
Title: Managing Member

Date: October 24, 2013 AUDREY SPANGENBERG

/s/ Audrey Spangenberg

Date: October 24, 2013 ERICH SPANGENBERG

/s/ Erich Spangenberg

EXHIBIT A

TechDev Holdings, LLC

Acclaim Financial Group, LLC

Erich Spangenberg

Audrey Spangenberg

Page 11 of 11 pages